

EXHIBIT A

To Quarterly Application

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
W.R. GRACE & CO., et. al.,) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)
) Objection Deadline: June 26, 2012 @ 4:00 p.m.
) Hearing Date: Only if Objection is Timely Filed
)

**TWENTY-SIXTH MONTHLY APPLICATION OF SCARFONE HAWKINS LLP
AS SPECIAL COUNSEL FOR THE CANADIAN ZAI CLAIMANTS**

Name of Applicant:	Scarfone Hawkins LLP
Authorized to Provide Professional Services to:	Canadian Zonolite Attic Insulation Claimants ("Canadian ZAI Claimants")
Date of Retention:	March 19, 2010 <i>nunc pro tunc</i> December 21, 2009
Period for which compensation and reimbursement is sought:	April 1, 2012, through April 30, 2012
Amount of compensation sought as actual, reasonable and necessary:	CDN \$ 2,812.50
Amount of expense reimbursement (includes Harmonized Sales Tax of 13% ¹) sought as actual, reasonable and necessary:	CDN \$ 368.23

This Applicant's Twenty-Sixth Monthly Application.

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¹ On July 1, 2010, the Harmonized Sales Tax (HST) took effect in Ontario and is applied to most purchases and transactions. The 13% HST replaces the federal goods and services tax (GST) and the provincial sales tax (PST).

Summary of Monthly Fee and Expense Invoice Statements for Compensation Period:

Date Filed	Period Covered	Requested Fees (CDN \$)	Requested Expenses (CDN \$)	Paid Fees (CDN \$)	Paid Expenses (CDN \$)
04/30/2010 Dkt. #24697	December 21, 2009 - March 31, 2010	\$ 98,678.75 Reduction -\$708.50	\$ 10,399.55	\$ 78,943.00 \$ 19,027.25	\$ 10,399.55
06/01/2010 Dkt. #24878	April 1, 2010 – April 30, 2010	\$ 14,765.25	\$ 812.67	\$ 11,812.20 \$ 2,953.05	\$ 812.67
06/30/2010 Dkt. #25015	May 1, 2010 – May 31, 2010	\$ 21,221.25	\$ 3,327.71	\$ 16,977.00 \$ 4,244.25	\$ 3,327.71
07/28/2010 Dkt. #25127	June 1, 2010 – June 30, 2010	\$ 23,507.50	\$ 2,994.15	\$ 18,806.00 \$ 4,701.50	\$ 2,994.15
08/31/2010 Dkt. #25297	July 1, 2010 – July 31, 2010	\$ 17,232.50	\$ 2,259.90	\$ 13,786.00 \$ 3,446.50	\$ 2,259.90
09/29/2010 Dkt. #25497	August 1, 2010 – August 31, 2010	\$ 10,663.75	\$ 1,403.95	\$ 8,531.00 \$ 2,132.75	\$ 1,403.95
10/29/2010 Dkt. #25666	September 1, 2010 – September 30, 2010	\$ 5,833.75	\$ 2,153.94	\$ 4,667.00 \$ 1,166.75	\$ 2,153.94
12/03/2010 Dkt. #25858	October 1, 2010 – October 31, 2010	\$ 6,840.00	\$ 897.99	\$ 5,472.00 \$ 1,368.00	\$ 897.99
01/05/2011 Dkt. #26018	November 1, 2010 – November 30, 2010	\$ 5,030.00	\$ 653.90	\$ 4,024.00 \$ 1,006.00	\$ 653.90
01/28/2011 Dkt. #26132	December 1, 2010 – December 31, 2010	\$ 11,478.75	\$ 1,513.55	\$ 9,183.00 \$ 2,295.75	\$ 1,513.55
03/08/2011 Dkt. #26512	January 1, 2011 – January 31, 2011	\$ 22,076.25	\$ 4,516.93	\$ 17,661.00 \$ 4,415.25	\$ 4,516.93
04/01/2011 Dkt. #26700	February 1, 2011 – February 28, 2011	\$ 13,196.25	\$ 2,535.34	\$ 10,557.00 \$ 2,639.25	\$ 2535.34
05/12/2011 Dkt. #26925	March 1, 2011 – March 31, 2011	\$ 6,217.50	\$ 808.28	\$ 4,974.00 \$ 1,243.50	\$ 808.28
06/10/2011 Dkt. #27068	April 1, 2011 – April 30, 2011	\$ 17,471.25	\$ 2,475.77	\$ 13,977.00 \$ 3,494.25	\$ 2,475.77
06/30/2011 Dkt. #27196	May 1, 2011 – May 31, 2011	\$ 3,720.00	\$ 493.40	\$ 2,976.00 \$ 744.00	\$ 493.40
08/04/2011 Dkt. #27374	June 1, 2011 – June 30, 2011	\$ 7,965.00	\$ 1,067.51	\$ 6,372.00 \$ 1,593.00	\$ 1,067.51
08/31/2011 Dkt. #27534	July 1, 2011 – July 31, 2011	\$ 7,597.50	\$ 989.49	\$ 6,078.00 \$ 1,519.50	\$ 989.49
10/04/2011 Dkt. #27716	August 1, 2011 – August 31, 2011	\$ 6,483.75	\$ 851.59	\$ 5,187.00 \$ 1,296.75	\$ 851.59
11/14/2011 Dkt. #27939	September 1, 2011- September 30, 2011	\$ 15,104.64	\$ 4,604.40	\$ 12,083.71 \$ 3,020.93	\$ 4,604.40

**Summary of Monthly Fee and Expense Invoice Statements for Compensation Period
(Continued):**

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses
12/15/2011 Dkt. #28163	October 1, 2011 – October 31, 2011	\$ 3,735.00	\$ 2,705.74	\$ 2,988.00	\$ 2,705.74
01/25/2012 Dkt. #28414	November 1, 2011– November 30, 2011	\$ 3,450.00	\$ 448.50	\$ 2,760.00	\$ 448.50
2/21/2012 Dkt. #28556	December 1, 2011– December 31, 2011	\$ 2,598.75	\$ 337.84	\$ 2,079.00	337.84
3/9/2012 Dkt. #28647	January 1, 2012– January 31, 2012	\$ 3,435.00	\$ 449.79	\$ 2,748.00	\$ 449.79
4/17/2012 Dkt. #28788	February 1, 2012– February 29, 2012	\$ 7,451.25	\$ 978.82	\$ 5,961.00	\$ 978.82
5/4/2012 Dkt. #28879	March 1, 2012 – March 31, 2012	\$ 4,796.25	\$ 627.60	Pending	Pending

Fee Detail by Professional for the Period of April 1, 2012, through April 30, 2012:

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate ² (including changes)	Total Billed Hours	Total Fees (CDN \$)
David Thompson	Partner, 24 Years; 1988	\$525.00	4.30	\$ 2,257.50
Matthew G. Moloci	Partner, 14 Years; 1998	\$450.00	0.70	\$ 315.00
Cindy Yates	Law Clerk, 30 Yrs.	\$120.00	2.00	\$ 240.00
Grand Total			7.0	\$ 2,812.50
Blended Rate				\$ 401.79
Blended Rate (excluding Law Clerk time)				\$ 514.50

² Scarfone Hawkins LLP increased its hourly rates as of January 1, 2011.

Monthly Compensation by Matter Description for the Period of April 1, 2012, through April 30, 2012:

Project Category	Total Hours	Total Fees (CDN \$)
04 - Case Administration	3.95	\$ 2,073.75
11 - Fee Applications, Applicant	3.05	\$ 738.75
12 – Fee Applications, Others	0.00	0.00
14 – Hearings	0.00	0.00
16 - Plan and Disclosure Statement	0.00	0.00
20 - Travel (Non-Working)	0.00	0.00
24 – Other	0.00	0.00
TOTAL	7.0	\$ 2,812.50

Monthly Expense Summary for the Period April 1, 2012, through April 30, 2012:

Expense Category	Service Provider (if applicable)	Total Expenses
Photocopies (In House)		0.00
Postage		0.00
Travel – Meals		0.00
Travel – Accommodations		0.00
Travel – Airline		0.00
Travel – Taxi & Parking		0.00
Long Distance Calls		\$ 2.60
Harmonized Sales Tax (HST) 13%		\$ 365.63
TOTAL		\$ 368.23

PLEASE TAKE NOTICE that Scarfone Hawkins LLP (the “Applicant”) has today filed this Notice of Monthly Fee and Expenses Invoice for April 1, 2012, through April 30, 2012, (this “Monthly Fee Statement”)³ pursuant to the Modified Order Granting The Canadian ZAI

³Applicant’s Invoice for April 1, 2012, through April 30, 2012, is attached hereto as **Exhibit A**.

Claimants' Application for Appointment of Special Counsel [Docket No. 24508] and the Amended Administrative Order Under 11 U.S.C., §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 1949].

PLEASE TAKE FURTHER NOTICE that responses or objections to this Monthly Fee Statement, if any, must be filed on or before June 26, 2012, at 4:00 p.m. (prevailing Eastern Time) (the "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that you must also serve a copy of any such response or objection upon the Notice Parties so as to be received by the Notice Parties on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that upon the expiration of the Objection Deadline, the Applicant shall file or cause to be filed with the Court, and serve on the Notice Parties, a certificate of no objection, certifying that no objection, or a partial objection, has been filed with the Court relative to this Application, whichever is applicable, after which the Debtors are authorized and required to pay the Applicant an amount equal to (a) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Statement or (b) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses not subject to any objection. All fees and expenses in this Monthly Fee Statement will be included in the next quarterly application for compensation and reimbursement of expenses to be filed and served by the Applicant at a later date, and will be subject to objections at such time.

PLEASE TAKE FURTHER NOTICE that Applicant respectfully requests that, for the period April 1, 2012, through April 30, 2012, an allowance be made to Scarfone Hawkins LLP for

compensation in the amount of CDN \$2,812.50 and actual and necessary expenses in the amount of CDN \$368.23 (Includes 13% Harmonized Sales Tax) for a total allowance of CDN \$3,180.73; Actual Interim Payment of CDN \$2,250.00 (80% of the allowed fees) and reimbursement of CDN \$368.23 (100% of the allowed expenses) be authorized for a total payment of CDN \$2,618.23; and for such other and further relief as this Court may deem just and proper.

PLEASE TAKE FURTHER NOTICE that Applicant believes that the Application and the description of services set forth herein of work performed are in compliance with the requirements of Delaware Local Rule 2016-2, the Amended Administrative Order, and the applicable guidelines and requirements of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure, and the Executive Office for the United States Trustee. A true and correct copy of the Certification of David Thompson is attached hereto as **Exhibit B**.

Dated: June 1, 2012

Respectfully submitted,

By: /s/ Daniel K. Hogan
Daniel K. Hogan (DE Bar No. 2814)
THE HOGAN FIRM
1311 Delaware Avenue
Wilmington, Delaware 19806
Telephone: 302.656.7540
Facsimile: 302.656.7599
Email: dkhogan@dkhogan.com

**Counsel to the Representative Counsel as Special
Counsel for the Canadian ZAI Claimants**

EXHIBIT A

**W.R. GRACE & CO., et al.
CDN ZAI CLASS ACTION**

U.S. FEE APPLICATION
DATE:
April 30, 2012
OUR FILE NO: 05L121

Scarfone Hawkins LLP

H.S.T. REGISTRATION NO. 873984314 RT - 0001

CANADIAN ZAI MONTHLY FEE APPLICATION (April 1, 2012 – April 30, 2012)

DATE	PROFESSIONAL SERVICE	LAWYER	RATE/HR	HOURS	AMOUNT
04 /02/12	receipt of and respond to several class member inquiries	DT	\$525.00	0.25	\$131.25
04 /02/12	receipt of and respond to class member inquiries, discuss with Cindy Yates, email to Careen Hannouche, etc.	DT	\$525.00	0.35	\$183.75
04 /02/12	Emails from Karen Harvey attaching Fee Auditor's report and reply from David Thompson to Harvey; review	MGM	\$450.00	0.10	\$45.00
04 /03/12	receipt of and respond to various class member inquiries	DT	\$525.00	0.25	\$131.25
04 /04/12	Email from Cindy Yates to Kim Hamelin regarding payment received in respect of July 2011 holdback	MGM	\$450.00	0.10	\$45.00
04 /09/12	memos to and from Matt Moloci, memo to Cindy Yates, receipt Lauren Campbell email re: status of matters	DT	\$525.00	0.25	\$131.25
04 /09/12	receipt of and reply to class member inquiries	DT	\$525.00	0.25	\$131.25
04 /09/12	Emails to and from Cindy Yates and David Thompson regarding completion of February and March 2012 time summaries for fee applications	MGM	\$450.00	0.10	\$45.00
04 /10/12	discuss class member inquiry with Matt Moloci, etc., memos to and from Matt Moloci re status of action and appeals, receipt Cindy Yates memo	DT	\$525.00	0.25	\$131.25
04 /10/12	receipt of and respond to class member inquiries	DT	\$525.00	0.35	\$183.75
04 /10/12	Further emails from and to Cindy Yates, David Thompson and Lauren Campbell regarding time and expense summaries for February and March 2012	MGM	\$450.00	0.10	\$45.00
04 /11/12	receipt of and respond to class member inquiries, etc.	DT	\$525.00	0.25	\$131.25

04 /11/12	receipt of and respond to class member inquiries	DT	\$525.00	0.25	\$131.25
04 /16/12	receipt of and respond to various class member inquiries	DT	\$525.00	0.25	\$131.25
04 /16/12	receipt Lauren Campbell email, review application and certification, execute same, memos to and from Cindy Yates	DT	\$525.00	0.35	\$183.75
04 /17/12	receipt of and respond to various inquiries re: status of appeal and status of Canadian settlement administration	DT	\$525.00	0.35	\$183.75
04 /17/12	Emails from Lauren Campbell to Fee Auditor with attached 24th Monthly Fee Applications of Scarfone Hawkins, Lauzon Belanger and The Hogan Firm; review	MGM	\$450.00	0.10	\$45.00
04 /18/12	Emails from Cindy Yates and David Thompson reconciling payments received in respect of December 2011 fee application and holdback for July, August and September 2011	MGM	\$450.00	0.10	\$45.00
04 /19/12	receipt of and respond to class member inquiries	DT	\$525.00	0.35	\$183.75
04 /19/12	Email from Cindy Yates to Careen Hannouche reconciling payments received in respect of December 2011 fee application and holdback for July, August and September 2011	MGM	\$450.00	0.10	\$45.00
04 /20/12	receipt of and respond to class member inquiries, email to Careen Hannouche	DT	\$525.00	0.30	\$157.50
04 /23/12	receipt of and respond to class member inquiries and follow-up on status of appeal and Canadian settlement	DT	\$525.00	0.25	\$131.25
04 /30/12	review dockets for period April 1, 2012 to April 30, 2012, amend dockets, review disbursements, discuss with David Thompson, draft account, review with David Thompson and Matt Moloci, assemble account into form required by U.S. Bankruptcy Court, email to Karen Harvey enclosing monthly fee application for the period of April 1, 2012 to April 30, 2012	LC	\$120.00	2.00	\$240.00
SUB-TOTAL				7.0	\$2,812.50

TIMEKEEPER	ID	HOURS	RATE	TOTAL	PLUS 13% H.S.T
DAVID THOMPSON 25 years	DT	4.30	\$525.00	\$2,257.50	\$293.48
MATTHEW G. MOLOCI 14 years	MGM	0.70	\$450.00	\$315.00	\$40.95
LAW CLERK Cindy Yates 30 years	CY	2.00	\$120.00	\$240.00	\$31.20
SUB-TOTAL:		7.0		\$2,812.50	\$365.63
TOTAL FEES AND TAXES:					\$3,178.13

DISBURSEMENTS SUMMARY

DATE	DISBURSEMENT	HST EXEMPT	HST NON-EXEMPT	PLUS 13% H.S.T.	TOTAL
04/01/12 04/30/12	Long Distance Calls – Various calls from April 1, 2012 – April 30, 2012		\$2.30	\$0.30	\$2.60
TOTAL DISBURSEMENTS:			\$2.30	\$0.30	\$2.60

TOTAL FEES AND APPLICABLE TAXES:	\$3,180.73
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THIS IS OUR FEE APPLICATION,
Per:

SCARFONE HAWKINS LLP
E. & O.E.

*Del. Bankr. LR 2016-2(e)(iii) allows for
\$.10 per page for photocopies.

EXHIBIT B

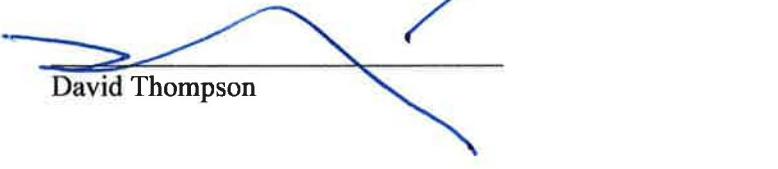
CERTIFICATION PURSUANT TO DEL. BANKR. LR. 2016-2(f)

PROVINCE OF ONTARIO :
: ss
CITY OF HAMILTON :

I, David Thompson, after being duly sworn according to law, depose and say as follows:

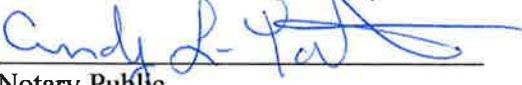
1. I am a partner of the applicant firm, Scarfone Hawkins LLP (the "Firm").
2. On February 9, 2006, the CCAA Court entered an Order appointing Lauzon Bélanger inc. and Scarfone Hawkins LLP as Representative Counsel ("Representative Counsel").
3. On March 19, 2010, this Court signed a Modified Order appointing Representative Counsel as Special Counsel ("Special Counsel") for the Canadian ZAI Claimants *nunc pro tunc* to December 21, 2009, through the effective date of the plan.
4. Special Counsel has rendered professional services as counsel for the Canadian ZAI Claimants.
5. I am familiar with the other work performed on behalf of Special Counsel by the lawyers and paraprofessionals of the Firm.
6. I have reviewed the foregoing monthly application of Scarfone Hawkins as Special Counsel and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members, signed April 17, 2002, and submit that the Application is correct and materially complies with the applicable orders, rules, guidelines and requirements as set forth by, this Bankruptcy Court and the Executive Office for the United States Trustee.

I verify under penalty of perjury that the foregoing is true and correct.



David Thompson

SWORN AND SUBSCRIBED
Before me this 31st day of May, 2012.



Andy L. Yates

Notary Public
My Commission Expires: _____

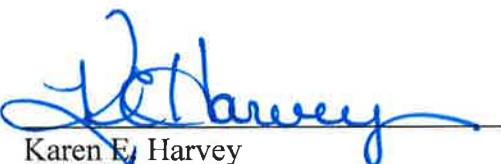
Cindy Lea Yates, a Commissioner, etc.,
City of Hamilton, for Scarfone Hawkins LLP,
Barristers and Solicitors.
Expires March 21, 2015.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. GRACE & CO., *et. al.*,) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)

AFFIDAVIT OF SERVICE

I, Karen E. Harvey, being duly sworn according to law, deposes and says that she is employed by The Hogan Firm, counsel to the Representative Counsel as Special Counsel for the Canadian ZAI Claimants in the above-captioned action, and that on the 1st day of June, 2012, she caused a copy of the **Twenty-Sixth Monthly Application of Scarfone Hawkins As Special Counsel For The Canadian ZAI Claimants** to be served upon the Notice Parties, in the manner indicated on the attached service list, in accordance with the Amended Administrative Order Under 11 U.S.C., §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 1949].



Karen E. Harvey

SWORN TO AND SUBSCRIBED
By me on this 1st day of June, 2012

G. Palagruzo
Notary Public

My Commission Expires: _____



Grace Fee Application Service List

Hand Delivery

(Trustee)
Office of the United States Trustee
David Klauder, Esquire
844 King Street, Suite 2311
Wilmington, DE 19801

E-mail: mjoseph@ferryjoseph.com

(Counsel to Official Committee of Asbestos Property Damage Claimants)
Michael B. Joseph, Esquire
Ferry & Joseph, P.A.
824 Market Street, Ste. 904
Wilmington, DE 19899

Federal Express & E-mail:

Richard.finke@grace.com

(Debtors)
Richard C. Finke, Esquire
W.R. Grace & Co.
7500 Grace Drive
Columbia, MD 21044

E-mail: mhurford@camlev.com

(Counsel to Official Committee of Personal Injury Claimants)
Mark T. Hurford, Esquire
Campbell & Levine, LLC
800 N. King Street, Suite 300
Wilmington, DE 19801

Federal Express & E-mail:

feeaudit@whsmithlaw.com

(Fee Auditor)
Warren H. Smith
Warren H. Smith and Associates
2235 Ridge Road, Suite 105
Rockwall, TX 75087

E-mail: tcurrier@saul.com

(Counsel to Official Committee of Equity Holders)
Teresa K.D. Currier, Esquire
Saul Ewing LLP
222 Delaware Avenue, Ste. 1200
Wilmington, DE 19899

E-mail: joneill@pszjlaw.com

(Co-Counsel for Debtors)
James E. O'Neill, Esquire
Pachulski Stang Ziehl & Jones LLP
919 North Market St., 17th Floor
Wilmington, DE 19899

E-mail: icp@pgslaw.com

(Co-Counsel to David T. Austern, Personal Injury Future Claimant's Representative)
John C. Phillips, Jr., Esquire
Philips, Goldman & Spence, P.A.
1200 North Broom Street
Wilmington, DE 19806

E-mail: mlastowski@duanemorris.com

(Counsel for Official Committee of Unsecured Creditors)
Michael R. Lastowski, Esquire
Duane Morris, LLP
1100 N. Market St., Ste. 1200
Wilmington, DE 19801

E-mail: khill@svglaw.com

(Co-Counsel to the Hon. Alexander M. Sanders, Jr., Property Damages Future Claims Representative)
R. Karl Hill, Esquire
Seitz, Van Ogtrop & Green, P.A.
222 Delaware Avenue, Ste. 1500
Wilmington, DE 19801

E-mail: rhiggins@rogerhigginslaw.com

(Co-counsel for Debtors)
Roger J. Higgins, Esquire
The Law Offices of Roger Higgins LLC
111 East Wacker Dr, Ste 2800
Chicago IL 60601

E-mail: david.heller@lw.com

(Co-Counsel to Debtor-In-Possession
Lender)
David S. Heller, Esquire
Latham & Watkins
Sears Tower, Ste. 5800
233 South Wacker Dr.
Chicago, IL 60606

E-mail: wskatchen@duanemorris.com

(Counsel for Official Committee of
Unsecured Creditors)
William S. Katchen, Esquire
Duane Morris LLP
744 Broad Street, Ste. 1200
Newark, NJ 07102

E-mail: ikruger@stroock.com

(Counsel for Official Committee of
Unsecured Creditors)
Lewis Kruger, Esquire
Stroock & Stroock & Lavan LLP
180 Maiden Lane
New York, NY 10038

E-mail: sbaena@bilzin.com

(Counsel to Official Committee of Asbestos
Property Damage Claimants)
Scott L. Baena, Esquire
Bilzin Sumberg Dunn Baena Price & Axelrod LLP
First Union Financial Center
200 South Biscayne Blvd., Ste 2500
Miami, FL 33131

E-mail: ei@capdale.com

(Counsel to Official Committee of Personal
Injury Claimants)
Elihu Inselbuch, Esquire
Caplin & Drysdale, Chartered
375 Park Avenue., 35th Floor
New York, NY 10152

E-mail: pbentley@kramerlevin.com

(Counsel to Official Committee of Equity
Holders)
Philip Bentley, Esquire
Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036

E-mail: rfrankel@orrick.com

(Co-Counsel to David T. Austern, Personal
Injury Future Claimant's Representative)
Richard Frankel, Esquire
Orrick Herrington & Sutcliffe LLP
Columbia Center
1152 15th Street, N.W.
Washington, D.C. 20005

E-Mail: john.donley@kirkland.com

(Counsel to Debtor)
John Donley, Esquire
Kirkland & Ellis LLP
300 North LaSalle
Chicago, IL 60654

E-mail: arich@alanrichlaw.com

(Co-Counsel to the Hon. Alexander M.
Sanders, Jr., Property Damages Future
Claims Representative)
Alan B. Rich, Esquire
Law Office of Alan B. Rich
1401 Elm Street, Suite 4620
Dallas, TX 75202